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Well Way Group Limited 和滙集團有限公司

*(to be renamed as Global Mastermind Holdings Limited)
(Incorporated in the Cayman Islands with limited liability)
(Stock Code: 8063)*

- (1) DESPATCH OF THE CIRCULAR;
(2) THE EXTENSION LETTER TO THE UNDERWRITING
AGREEMENT AS SUPPLEMENTED BY
THE SUPPLEMENTAL UNDERWRITING AGREEMENT;
(3) REVISED TIMETABLE RELATING TO THE CHANGE IN BOARD
LOT SIZE AND THE NEW RIGHTS ISSUE;
AND
(4) CHANGE OF BOOK CLOSURE PERIODS AND
THE RECORD DATE**

(1) DESPATCH OF THE CIRCULAR

The Board is pleased to announce that the Circular containing, among other things, further details about the New Rights Issue will be despatched by the Company to the Shareholders on or before 24 December 2015.

(2) EXTENSION LETTER TO THE UNDERWRITING AGREEMENT

As a result of the delay in despatch of the Circular, on 21 December 2015, the Company and the Underwriters entered into the Extension Letter to amend (i) the latest time for lodging the transfers of Shares in order to qualify for the New Rights Issue; (ii) the Latest Time for Acceptance; (iii) the Latest Time for Termination; (iv) the Prospectus Posting Date; and (v) the Record Date of the Underwriting Agreement as supplemented by the Supplemental Underwriting Agreement in accordance with the relevant dates set out in the revised timetable below or such other time(s) or date(s) as the Company may determine.

(3) REVISED TIMETABLE RELATING TO THE CHANGE IN BOARD LOT SIZE AND THE NEW RIGHTS ISSUE

The revised timetable of the New Rights Issue and the Change in Board Lot Size is set out in this announcement.

(4) CHANGE OF BOOK CLOSURE PERIODS AND THE RECORD DATE

The Shareholders and the public should note that as a result of the change in the timetable:

- (i) the register of members of the Company will be closed from Monday, 11 January 2016 to Friday, 15 January 2016, both dates inclusive, for determining the right to attend the EGM for New Rights Issue; and
- (ii) the Record Date to determine entitlements to the New Rights Issue is now changed to Wednesday, 27 January 2016 and the register of members of the Company will be closed from Thursday, 21 January 2016 to Wednesday, 27 January 2016, both dates inclusive, for determining the entitlements under the New Rights Issue.

No transfer of shares of the Company will be registered during the aforesaid both periods.

Terms capitalised herein unless defined otherwise shall have the same meaning as those in the announcements of Well Way Group Limited dated 8 October 2015 and 13 November 2015. ("Announcements").

Reference is made to the Announcements in relation to, among other matters, the New Rights Issue on the basis of two Rights Shares for every one existing Share held on the Record Date and the announcements of the Company dated 23 November 2015 and 18 December 2015 in relation to the delay in despatch of the Circular.

(1) DESPATCH OF THE CIRCULAR

As stated in the announcement of the Company dated 18 December 2015, the Circular containing, among other things, (i) further details about the New Rights Issue (including the absence of excess application arrangement) and the Underwriting Agreement as supplemented by the Supplemental Underwriting Agreement; (ii) a letter of recommendation from the Independent Board Committee to the Independent Shareholders in respect of the New Rights Issue (including the absence of excess application arrangement) and the Underwriting Agreement as supplemented by the Supplemental Underwriting Agreement; (iii) a letter of advice from the Donvex Capital Limited to the Independent Board Committee and the Independent Shareholders on the New Rights Issue (including the absence of excess application arrangement) and the Underwriting Agreement as supplemented by the Supplemental Underwriting Agreement; and (iv) the notice convening the EGM, will be despatched to the Shareholders on or before 24 December 2015.

(2) EXTENSION LETTER TO THE UNDERWRITING AGREEMENT

As a result of the delay in despatch of the Circular, on 21 December 2015, the Company and the Underwriters entered into an extension letter (“**Extension Letter**”), pursuant to which the Underwriters agreed to amend (i) the latest time for lodging the transfers of Shares in order to qualify for the New Rights Issue; (ii) the Latest Time for Acceptance; (iii) the Latest Time for Termination; (iv) the Prospectus Posting Date; and (v) the Record Date of the Underwriting Agreement as supplemented by the Supplemental Underwriting Agreement in accordance with the relevant dates set out in the revised timetable below or such other time(s) or date(s) as the Company may determine.

Save for the amendments as mentioned above, there is no other change to the Underwriting Agreement as supplemented by the Supplemental Underwriting Agreement.

(3) REVISED TIMETABLE RELATING TO THE CHANGE IN BOARD LOT SIZE AND THE NEW RIGHTS ISSUE

The revised expected timetable for the proposed change in board lot size and the New Rights Issue is set out below:

2016	
Latest time for lodging transfer of Shares to qualify for attendance and voting at the EGM	4:30 p.m. on Friday, 8 January
Closure of register of members of the Company to determine the qualification for attendance and voting at the EGM	Monday, 11 January to Friday, 15 January (both dates inclusive)
Latest time for lodging proxy form of the EGM	10:00 a.m. on Wednesday, 13 January
Record date for attendance and voting at the EGM	Friday, 15 January
Expected time and date of the EGM	10:00 a.m. on Friday, 15 January

Announcement of the results of the EGM	Friday, 15 January
Last day of dealings in the Shares on cum-rights basis	Monday, 18 January
Ex-date (the first day of dealings in Shares on ex-rights Basis)	Tuesday, 19 January
Latest time for lodging transfers of Shares in order to qualify for the New Rights Issue	4:30 p.m. on Wednesday, 20 January
Register of members closes	Thursday, 21 January to Wednesday, 27 January (both dates inclusive)
Record Date.....	Wednesday, 27 January
Last day for trading of the Shares with old board lot size in the original counter	Wednesday, 27 January
Register of members reopens.....	Thursday, 28 January
Effective date and time of change in board lot size from 10,000 Shares to 50,000 Shares.....	9:00 a.m. on Thursday, 28 January
Designated brokers starts to stand in the market to provide matching services for sale and purchase of odd lots of Shares	9:00 a.m. on Thursday, 28 January
Despatch of Prospectus Documents	Thursday, 28 January
First day of dealings in nil-paid Rights Shares	9:00 a.m. on Monday, 1 February

Latest time for splitting of nil-paid Rights Shares	4:30 p.m. on Wednesday, 3 February
Latest time of dealings in nil-paid Rights Shares.....	4:00 p.m. on Thursday, 11 February
Latest time for acceptance of and payment for Rights Shares and application for excess Rights Shares.....	4:00 p.m. on Tuesday, 16 February
Latest Time for termination of the Underwriting Agreement	4:30 p.m. on Monday, 22 February
Announcement of the allotment results of the New Rights Issue and excess applications	Friday, 26 February
Despatch of share certificates for fully-paid Rights Shares	Monday, 29 February
Despatch of refund cheques for wholly and partially unsuccessful excess applications on or before	Monday, 29 February
Designated brokers ceases to stand in the market to provide matching services for sale and purchase of odd lots of Shares	4:00 p.m. on Monday, 29 February
Expected first day of dealings in fully-paid Rights Shares on the Stock Exchange.....	9:00 a.m. on Tuesday, 1 March

All times and dates stated in this announcement refer to Hong Kong local times and dates. Dates or deadlines specified in expected timetable above are indicative only and may be extended or varied by the Company. Any changes to the expected timetable will be published or notified to Shareholders as and when appropriate.

(4) CHANGE OF BOOK CLOSURE PERIODS AND THE RECORD DATE

The Shareholders and the public should note that as a result of the change in the timetable:

- (i) the register of members of the Company will be closed from Monday, 11 January 2016 to Friday, 15 January 2016, both dates inclusive, for determining the right to attend the EGM for New Rights Issue; and
- (ii) the Record Date to determine entitlements to the New Rights Issue is now changed to Wednesday, 27 January 2016 and the register of members of the Company will be closed from Thursday, 21 January 2016 to Wednesday, 27 January 2016, both dates inclusive, for determining the entitlements under the New Rights Issue.

No transfer of shares of the Company will be registered during the aforesaid both periods.

By Order of the Board
Well Way Group Limited
Mung Bun Man, Alan
Executive Director

Hong Kong, 21 December 2015

As at the date of this announcement, the Board comprises Mr. Mung Kin Keung, Mr. Mung Bun Man, Alan, Mr. Leung Wai Man and Mr. Tse Ke Li as executive Directors and Mr. Fung Wai Ching, Mr. Tsai Yung Chieh, David and Mr. Law Kwok Ho, Kenward as independent non-executive Directors.

This announcement, for which the Directors collectively and individually accept full responsibility, includes particulars given in compliance with the GEM Listing Rules for the purpose of giving information with regard to the Company. The Directors, having made all reasonable enquiries, confirm that to the best of their knowledge and belief the information contained in this announcement is accurate and complete in all material respects and not misleading or deceptive, and there are no other matters the omission of which would make any statement herein or this announcement misleading.

This announcement will remain on the GEM website at www.hkgem.com on the “Latest Company Announcements” page for at least seven days from the date of its posting and on the Company’s website at www.wellwaygp.com.